CLOC Model RFP for Panel Selection

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Table of Contents

[Introduction 3](#_Toc497986900)

[Purpose of this Request for Proposal 3](#_Toc497986901)

[Scope of Work 4](#_Toc497986902)

[Instructions to Bidders 4](#_Toc497986903)

[Point of Contact 4](#_Toc497986904)

[Notice of Intent to Respond 4](#_Toc497986905)

[Firm’s Responses / Bid submission 4](#_Toc497986906)

[Schedule for this RFP 5](#_Toc497986907)

[Contractual terms 5](#_Toc497986908)

[Appendix 1 – Scope of Services 7](#_Toc497986909)

[Appendix 2 – RFP Question Set 8](#_Toc497986910)

[1 Company Information 8](#_Toc497986911)

[2 Coverage & Capabilities 8](#_Toc497986912)

[3 Relationship Management & Staffing 10](#_Toc497986913)

[4 Service Delivery & Use of Technology 11](#_Toc497986914)

[5 Operations & Compliance 12](#_Toc497986915)

[6 Additional Value 13](#_Toc497986916)

[Appendix 3 – Commercials 15](#_Toc497986917)

[Appendix 4 – Terms of Engagement 16](#_Toc497986918)

[Appendix 5 – Code of Conduct & Billing Guidelines 17](#_Toc497986919)

# Introduction

**DRAFTING NOTE: Users of this form may wish to execute a NDA with all prospective firms before issuing a RFP. This form presumes that a NDA is in place between potential firms and users.**

**Insert background to the Company and legal function(s) as appropriate. May include e.g. summaries of Company products/services, revenue, geographic footprint, and/or description of the legal function including any overarching legal strategy/approach which gives the Firm(s) context in answering this RFP.**

# Purpose of this Request for Proposal

This request for proposal (“RFP”) is designed to facilitate the selection of firms who will offer and, if selected, provide innovative, cost effective legal services tailored to \_\_\_\_\_\_\_\_\_\_\_\_ (the “Company”)’s requirements for the duration of the Panel period.

Successful firm(s) will possess the following characteristics:

1. Demonstrable Expertise
   1. Demonstrable expertise and experience in the required subject area(s) for the relevant geographies;
   2. Functional knowledge of the Company’s industry and/or business / business model.
2. Competitive Pricing
   1. Competitive rates based on the prevailing market for services of the nature requested;
   2. Innovative approaches in pricing using appropriate fee arrangements (such as fixed fees, caps and collars, retainer models, risk sharing).
3. Good Relationships & Prior Track Record
   1. Evidence of a continuous, sustained and mutually beneficial relationships with clients;
   2. Evidence of a willingness to establish and maintain a true long-term strategic relationship to help the Company achieve its objectives;
   3. A demonstrable track record of successfully delivering legal services similar to those requested by Company.
4. A Commitment to Invest in Service Delivery and Processes
   1. Demonstrable investment in and continuous use of best practices in processes underpinning the Firm’s delivery of legal advice;
   2. Use of appropriate technology to provide services effectively, and efficiently, to the client’s benefit;
   3. Efforts to recognize and enhance diversity and community initiatives in the Firm’s resourcing.
5. Absence of any significant conflicts preventing the Firm from providing the Company with the majority of anticipated services required.

The proposed Panel engagement is for a period of 2 years.

# Scope of Work

**[DRAFTING NOTE: This section is optional and, if used, should provide detailed information about specific projects or general requirements for this Panel.]**

The scope of services required from successful respondents to this RFP are outlined in Appendix 1 – Scope of Services.

# Instructions to Bidders

## Point of Contact

Your point of contact (“POC”) is \_\_\_\_\_\_\_\_\_\_\_\_\_ at \_\_\_\_\_\_\_\_\_\_\_\_ or can be reached by XXX-XXX-XXXX. Any unauthorized contact with other members of our organization in relation to this RFP may disqualify you from the process.

## Notice of Intent to Respond

Please confirm in writing your intent to respond to this RFP within 3 business days of receipt of this document by emailing the POC.

Q&A Period

You may submit any questions you have regarding the RFP and/or the services requested to the POC by the date specified in the RFP schedule. All such questions must be in writing/submitted to the POC at via the designated e-mail address. Company is not required to respond to any query submitted but, if Company does reply, may make your query as well as Company’s answer to it available to all bidders.

## Firm’s Responses / Bid submission

Please e-mail your response to the POC by the deadline stated below. Your response should include all information requested below. All answers to RFP queries should be succinct and to the point; in no event should the answer to any one question exceed 500 words. **Please do not send general law firm marketing materials or lawyer profiles.** Any supporting materials should be included with the proposal in soft copy.

Your response to this RFP must include the following sections in the order listed:

1. Summary of interest and proposal;
2. Firm’s Responses to the questions set out in Appendix 2;
3. Firm’s pricing proposals.

The Company reserves the right to not accept proposals received after the due date and time.

This RFP is not, and should not be construed as, an agreement to purchase goods or services from any Firm. Please note that Company will not be responsible for any costs associated with your preparation or submission of a reply to this RFP; indeed, you are solely responsible for all costs incurred in your preparation and presentation of a response.

## Schedule for this RFP

**[DRAFTING NOTE: Tailor the process steps, dates and descriptions as appropriate]**

The RFP process is intended to run according to the following schedule:

|  |  |  |  |
| --- | --- | --- | --- |
| Steps | Process Steps | Dates | Process Descriptions |
| 1 | Execute NDA with Firm | Date | Issue NDA, receive response back from Firm. |
| 2 | RFP Package Launch by email. | Date | Issue RFP to Firms. |
| 3 | Notice of Intent to Reply. | Date | Firms send e-mail to POC indicating their intent to respond. |
| 4 | Deadline for queries, clarifications on RFP, on existing process review with POC. | Date | Questions regarding the RFP should be directed via email Company’s POC by e-mail. |
| 5 | Company Respond to RFP Queries. | Date | Company will endeavour to respond to queries raised and send to all Firms by this date. |
| 6 | Return of Proposal. | Date | Firms to respond with proposals via the email with all attachments. All proposals must be accompanied with a signed copy of Company’s billing guidelines and Code of Conduct. |
| 7 | Discussions. | Date | Company may invite Firms to participate in further discussions or presentations. Company may seek referrals and request further information, interviews, etc. |
| 8 | RFP Final proposal (if necessary) | Date | Firms to submit their final proposals and materials. |
| 9 | Successful Firm notified | Date |  |
| 10 | Begin on boarding process | Date | Contractual documents, SOWs or similar documents, if needed, to be completed. |

## Contractual terms

The Company’s: (i) Panel Terms and Conditions, and (ii) Billing Guidelines and Code of Conduct as attached in Schedules 4 and 5 to this document will apply to all engagements arising from this RFP. Firms selected for the Panel are expected to agree to these terms and conditions.

The Company reserves the right to accept or reject all bids, to change or delete this RFP specification, to waive any formalities and/or discontinue this RFP process at any time. Company reserves the right to work with multiple Firms as it sees fit, and, while we expect to use all law firms selected for this Panel, selection does not constitute a guarantee of any work.

# Appendix 1 – Scope of Services

**[DRAFTING NOTE: Provide a high level overview. Suggested paragraphs for use as starting points are below.]**

**Option 1:**

This RFP is for selecting a Firm which can efficiently and effectively provide legal advice, counsel, services, and consultation to the Company on a wide variety of matters including but not limited to: general corporate matters, labor law, general state and federal laws, privacy laws, general commercial laws, regulatory matters, import and export regulations, tax guidance, employment laws, intellectual property, anti-trust, franchise law, procurement activities and tort law. The Firm may also be required to support the Company on various litigation activities.

**Option 2:**

Our Company’s use of legal services is focused on the following major subject areas: [state major practice area categories]. We seek strategic relationships that will provide high quality and consistent service, lower and more predictable costs, and knowledge sharing. Commitments to diversity and the highest standards of ethics and business conduct are expected. Our goal is to build strong relationships with providers who appreciate the unique nature of Our Company’s history, people, products, organizational structure, and goals.

**Option 3:**

The following practice areas are in scope for the duration of this Panel:

1. Corporate Advisory & Mergers/Acquisitions
2. Commercial
3. Litigation / Disputes
4. Employment, Pensions & Immigration
5. Real Estate
6. Competition & Regulatory
7. Intellectual Property
8. Tax

**Option 4:**

This RFP aims to select a Firm which can efficiently and effectively provide legal advice, counsel, services, and consultation to the Company regarding \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (describe specific situation, need, etc.)

# Appendix 2 – RFP Question Set

**[DRAFTING NOTE. This section notes some commonly asked questions. It is organized by category.]**

# A. Company Information

1. Please provide your Firm’s full registered name, address, and primary contact including phone number and email address.
2. Briefly describe your Firm’s background, size, and history pertinent to the requested services in this RFP.
3. Please describe any significant developments in your Firm’s structure, composition or ownership such as mergers, changes in ownership or restructuring during the last calendar year. Please feel free to describe any significant upcoming developments regarding Firm structure, capabilities, personnel (etc.) that you believe will enhance the Firm’s capabilities/ability to support Company.
4. In less than 500 words please describe in summary why Company should work with your Firm. What sets your Firm apart from its competitors?
5. Please provide a summary list of the subsidiaries, network companies and contractors you regularly work with and could call upon to assist you with the provision of legal services to Company.
6. Please provide details of your insurance coverage.
7. If Company is an existing client of your Firm please state the fees you have charged us over the last 3 years on an annual basis. Please also state where Company currently sits in your client rankings (e.g. 10th biggest client, etc.).
8. In the past five years, has your firm been opposed to Company in any litigation or corporate matter? If so, please describe the matter.

# B. Coverage & Capabilities

Drafting note: these clauses are tailored towards large firms and broad engagements. You should modify and/or delete provisions that do not apply to your particular situation and/or the type of firms you are seeking to engage.

1. Please give details of the Firm’s geographic coverage and expertise in the following key locations:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Region | Country | Local Office (Y/N) | Coverage provided from another jurisdiction? (state where) | Name of key network/best-friend Firm(s) | Main Practice Areas supported |
| Europe | [e.g. France] | [Y] | [n/a] | [n/a] | [Corporate, Litigation, Commercial] |
|  |  |  |  |  |
| North America |  |  |  |  |  |
|  |  |  |  |  |
| Latin America |  |  |  |  |  |
|  |  |  |  |  |
| APAC |  |  |  |  |  |
|  |  |  |  |  |
| Africa |  |  |  |  |  |
|  |  |  |  |  |

1. Indicate which office(s) will primarily service Company and who your Firm’s lead representative will be. Please detail your number of employees, specifically identifying the total number of associates, partners and other members of a bar or similar organization who are licensed to provide legal services.
2. Please list your other clients in \_\_\_\_\_\_\_ industry unless some obligation of confidentiality, etc. precludes you from doing so.
3. Please describe your Firm’s recent experience with similar work performed for other clients.
4. Subject to any obligations of confidentiality, please provide 3 examples of cases or transactions you have been involved with in our industry.
5. Please describe your expertise in the following areas, with examples pertinent to [COMPANY] of recent work in each from other clients (ideally in the [x] industry):

|  |  |
| --- | --- |
| Practice Area | Expertise |
| Corporate / mergers & acquisitions |  |
| Commercial |  |
| Litigation / Disputes |  |
| Employment, Pensions & Immigration |  |
| Real Estate |  |
| Competition & Regulatory |  |
| Intellectual Property |  |
| Tax |  |

1. Please give one example of a client for whom you have acted as a main/sole legal advisor across multiple practice areas or jurisdictions, describing how you managed the allocation and delivery of work and ensured the cross-practice benefits for your client.
2. In less than 500 words please describe your approach to assigning work to members of your firm as well as your approach to early case assessment or resolution, determination of which (if any) technology or analytical tools to use for a particular situation and project management generally.
3. Please provide specific examples of novel value-based fee proposals proposed you have offered in the last three (3) years, if any.
4. Discuss your firm's approach to budgeting and estimates, including whether your firm uses data analytics to support these. Are you willing to stand by your estimates?

# C. Relationship Management & Staffing

1. Please provide details of the core relationship management team describing how it will be structured and how it will ensure efficient management of our relationship with you.
2. Please provide a detailed example of how you have taken a proactive approach to develop a strategic or collaborative relationship with a client, describing why you believe it worked well and the benefits you provided.
3. Please describe your Firm’s backup procedures in the event one of more attorneys assigned to The Company leave the Firm.
4. How does your Firm build, retain and capitalize on institutional knowledge relating to your clients?
5. Describe the relationship partner’s experience with assembling diverse teams of lawyers capable of producing outcomes that satisfy clients, and at a cost perceived by clients as being aligned with value.
6. We are interested in partnerships with law firms with innovative compensation models that reward collaboration and leadership of highly successful collaborative teams. Please tell us what, if anything, your firm has done in this area as well as how the firm maintains matter profitability. Describe how the relationship partner will be compensated and/or incentivized with respect to the management of the relationship.
7. Describe how your firm ensures cost efficiency while maintaining outstanding client service. Include reference to your staffing leverage philosophy, i.e. how you best use staff of differing experience levels as well as 3rd party providers or local counsel.

# D. Service Delivery & Use of Technology

1. Please list all key attorneys/personnel who you expect to render legal services if your Firm is engaged to serve as outside counsel and the area(s) of specialization of each. Describe the role of each attorney who would be assigned to the account. Please also specify their title, proposed hourly rate (if applicable), office location and year of bar admission. You may respond to this inquiry by providing links to published biographies.
2. Please describe what technology you use, and where it is applied, in the following areas:

* eDiscovery
* Contract generation
* Due diligence
* Contractual analysis/ obligations extraction
* Legal Project Management
* Reporting & MI
* Other

1. Please describe any existing or planned relationships your Firm has with third party alternative legal services or technology providers which could enhance your services.
2. Please describe your Firm’s approach to service delivery, with particular reference to:
   1. Your approach to legal project management
   2. How you ensure cost effectiveness for your clients, including details of any of the following alternative resourcing models and the % savings your clients can expect from utilising these:
   3. near-shoring
   4. right-sourcing for matters, e.g. segmentation of matters with other providers
   5. use of legal process outsourcing (LPOs) or paralegals for specific areas or types of transaction
3. How will you coordinate internally, with [COMPANY] and with local counsel to ensure consistent, high-quality advice in overseas jurisdictions? Please provide an example of how you have coordinated your service for a client with similar demands across multiple jurisdictions.
4. Please outline the alternative pricing structures you will be able to offer. Please provide any supporting information as to how these work in practice.

# E Operations & Compliance

1. How does your Firm identify and manage conflicts of interest?
2. Please identify any restrictions on your ability to act for us due to conflicts with other clients, restrictions on your licence to act in a particular jurisdiction, or any issue affecting your firm which could reasonably reflect adversely on our reputation.
3. Within the last five years has anyone at your Firm who would be associated with the provision of legal service to The Company been involved legal proceedings or board reviews relating to their provision of legal services? If so, provide an explanation and indicate the current status or disposition of the proceedings.
4. List any professional or personal relationships your Firm’s attorneys may have with any The Company employee.
5. Describe the processes and procedures you use to maintain client security, privacy and protect the attorney client privilege.
6. Describe your billing practices and systems. Do you use [INSERT EBILLING SYSTEM]?
7. Please provide information about the diversity of your staff. Please include any related awards or commendations you have received regarding staffing.
8. Please state or provide your Firm’s diversity policy.
9. We recognize the critical importance of information security. We expect outside counsel to implement rigorous controls to secure the confidential information we entrust to our law firms for safekeeping and maintain all relevant privileges. With this in mind:
10. Briefly describe the policies and procedures that your firm has in place to preserve and protect the confidential data of your clients.
11. Will your firm comply with the Company’s Information Security and Privacy Requirements provided (if any).
12. Briefly describe your firm’s Record Retention Policies.
13. Briefly describe where and how your firm maintains your client’s electronic data and hard copy documents.
14. Briefly describe your firm’s data transfer capability, including but not limited to FTP sites, shared webrooms, etc.
15. System and Facility Security
    1. Describe the physical security at each proposed service location.
    2. How are co-mingling client’s data and information/conflicts of interest avoided?
    3. Describe your process for checking background on all contract personnel to be utilized.
    4. Describe how physical documents are secured at each proposed service location.
    5. Describe how application security is provided for any computer systems used to process or review client data.
    6. Describe how electronic data security is provided:
    7. Policies and Systems, Certification (SAS 70, ISO, etc.)
    8. Physical Security
    9. Desktop Security
    10. Network Security
    11. Additional Security Measures
    12. What are your chain of custody procedures and protocols?
    13. Describe audit procedures as applied to both network and physical security.
16. To the extent not covered above provide your Firm’s policy for data protection (as opposed to/in addition to data security).
17. Please provide details of your Firm’s Business Continuity Plan.

# F Additional Value

1. Please detail any other value-add services you are willing to offer Company.
2. Describe the on-line services, publications and other resources maintained by your Firm including subscription services and periodicals. Will any of these resources be available to The Company’s legal department? If so what, if any, charges would apply to such access and use?
3. Please detail any relevant training, know how, industry updates and horizon spotting you are willing to offer Company and its staff, indicating when or whether this will be chargeable.
4. Please confirm the maximum number of secondees you would be willing to provide on an annual basis, assuming a 6-month secondment tenure.
5. Would you be willing to provide Company with a [x%] broken deal discount on failed or aborted transactions. If you have any related comments please detail them here.
6. Is there anything else (in less than 500 words) that you would like us to consider as we evaluate your response to this RFP?

# Appendix 3 – Commercials

**[DRAFTING NOTE: we have provided here a basic commercials structure comprising an excel spreadsheet for rate entry, and some suggested confirmation/guidance within the body of this appendix below. Please tailor as necessary – points to note may be:**

**• Requests for secondees – what do your existing firms usually give, are they free (or expected to be free), how do you wish to structure secondment arrangements (Project work, 6 month stints, etc.)**

**• Structures of the rate card: both in terms of resource descriptions (e.g. named attorneys? 1/2/3 PQE? Junior Associate, Senior Associate?) and the scope of the ratecard (e.g. do you want blended rates? Which geographies and practice areas require specific ratecards/structures?)]**

1. Provide details regarding your proposed rates in the excel spreadsheet provided with this RFP.
2. Please confirm your agreement that the rates negotiated in this RFP are ‘ceiling rates’ representing the most Company will pay, and which may be further reduced for specific case/matters over the duration of this Panel period.
3. Please confirm you have read and will comply with our expense policy as described within the Billing Guidelines provided with this RFP.
4. Please describe the alternative fee arrangements which could be applicable to the scope of work in this RFP. Provide concrete examples of their use as appropriate.
5. Are you prepared and willing to certify that the hourly rates offered to The Company are not higher than the rates charged to your firms most preferred clients for similar types of work?
6. Please confirm you will hold all billing rates firm for a period of two (2) years from the date they are offered?

# Appendix 4 – Terms of Engagement

[INSERT TERMS OF ENGAGEMENT HERE: i.e. PANEL TERMS & PROPOSED TEMPLATE FOR MATTER LEVEL ‘STATEMENTS OF WORK’]

# Appendix 5 – Code of Conduct & Billing Guidelines

[INSERT CODE OF CONDUCT / BILLING GUIDELINES HERE AS APPROPRIATE]